

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW MEXICO**

KEVIN GOULD,

Plaintiff,

v.

Case No. 1:19-cv-00382-WJ-JFR

DW PARTNERS, LP

Defendants.

DECLARATION OF HOUDIN HONARVAR

The declarant, Houdin Honarvar, makes the following statement under penalty of perjury:

1. I am the general counsel (“GC”) for DW Partners, LP (“DW”), and have held said position since the 17th of April of 2017.

2. As GC of DW, I have knowledge of DW’s operations, as well as its corporate structure, as well as of its financial picture. I am also familiar with the facts and circumstances raised by Plaintiff in his pleadings before this Court.

3. DW has not at any point in time ever been a senior secured lender to Eclipse.

4. DWC Pine Investments, I, Ltd (“Pine Investments”) was at one point a senior secured lender to Eclipse, and was the entity that sold its interests in Eclipse in the transaction for which Plaintiff now seeks his “Transaction Bonus.”

5. Defendant DW is a management company of Pine Investments, and did not at any

point own any interest in Eclipse, nor did it sell or receive proceeds from the sale of any of Pine Investments' interest in Eclipse. Instead, it was Pine Investments who sold its interests in Eclipse and received any proceeds from that sale.

FURTHER DECLARANT SAYETH NOT.

Dated May 9, 2022.



HOUDIN HONARVAR